

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	Chapter 11
)	
W. R. GRACE & CO., et al., ¹)	Case No. 01-01139 (JKF)
)	(Jointly Administered)
)	
Debtors.)	Objection Deadline: May 19 , 2009
)	

**SUMMARY APPLICATION OF THE LAW OFFICES OF JANET S. BAER, P.C. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS
BANKRUPTCY COUNSEL TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY
INTERIM PERIOD FROM MARCH 1, 2009, THROUGH MARCH 31, 2009**

Name of Applicant:	<u>The Law Offices of Janet S. Baer, P.C.</u>
Authorized to Provide Professional Services to:	<u>W. R. Grace & Co., et al., Debtors and Debtors-in-Possession</u>
Date of Retention:	<u>Retention Order entered March 24, 2009, effective as of February 11, 2009</u>
Period for which compensation and reimbursement is sought:	<u>March 1, 2009 through March 31, 2009</u>
Amount of Compensation sought as actual, reasonable and necessary:	<u>\$113,875.00</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<u>\$2,436.16</u>
This is a <u>X</u> monthly ___ interim ___ final application.	

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

The total time expended for the preparation of this application is approximately **4.0 hours**, and the corresponding estimated compensation *that will be requested in a future application* is approximately **\$2,500.00**.

This is The Law Offices of Janet S. Baer P.C.'s ("JSB") monthly application for interim compensation of services for the interim fee period March 1, 2008 through March 31, 2008. The following applications have been filed previously in the Chapter 11 Cases:

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
March 27, 2009	2/1 – 2/28/09	\$75,250.00	\$1,430.21	Interim approval	Interim approval

Janet S. Baer is the only attorney of JSB who rendered professional services in these cases during the Fee Period. The fees rendered are as follows:

Name of Professional Person	Position with the Applicant and Year Admitted		Area of Expertise	Hourly Billing Rate	Total Billed Hours	Total Compensation
Janet S. Baer	President	1982	Restructuring	\$625.00	182.20	\$113,875.00
Totals for Attorneys						\$113,875.00

There are no paraprofessionals of JSB who rendered professional services in these cases during the Fee Period that have charged fees to the Debtors.

Grand Total for Fees: \$113,875.00

Compensation by Matter

Matter Number	Matter Description	Total Billed Hours	Total Fees Requested
3	Business Operations	14.20	\$8875.00
4	Case Administration	5.10	\$3187.50
5	Claims Analysis Objection and Resolution (Asbestos)	12.70	\$7937.50
6	Claims Analysis Objection and Resolution (Non-Asbestos)	7.60	\$4750.00
10	Employment Applications, Others	4.70	\$2937.50
11	Fee Applications, Applicant	2.50	\$1562.50
14	Hearings	1.20	\$750.00
15	Litigation and Litigation Consulting	92.50	\$57,812.50
16	Plan and Disclosure Statement	24.30	\$15,187.50
17	Relief from Stay Proceedings	11.30	\$7062.50
20	Travel-Non-working	6.10	3812.50
Totals for Matters		182.20	\$113,875.00

Expense Summary

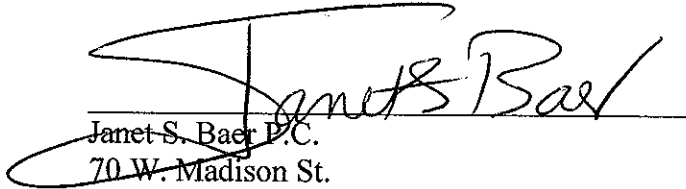
Service Description	Amount
Lodging	\$501.56
Airfare	\$1061.80
Transportation to/from airport	\$211.75
Travel Meals	\$54.47
Long Distance/Conference Telephone Charges	\$497.82
Local Transportation/Parking	\$22.00
Express Mail Charges	\$71.48
Printing/Copying Charges	\$15.28
Total	\$2436.16

WHEREFORE, JSB respectfully requests (a) that an allowance be made to it, as fully described above for: (i) 80% of the amount of **\$113,875.00** for reasonable and necessary professional services JSB has rendered to the Debtors during the Fee Period (**\$91,100.00**) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by JSB during the Fee Period (**\$2436.16**); (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates; and (c) that this Court grant such further relief as is equitable and just.

Dated: April 29, 2009

Respectfully submitted,

THE LAW OFFICES OF JANET S. BAER P.C.



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MONTHLY FEE APPLICATION FOR THE PERIOD FROM MARCH 1, 2009,
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Local Transportation/Parking	\$22.00
Express Mail Charges	\$71.48
Printing/Copying Charges	\$15.28
Total	\$2436.16

EXHIBIT A

Matter 3	Business Operations	
Date	Hours	Description
3/3/09	.30	Confer with E. Filan re COLI policy issues (.30)
3/10/09	.80	Confer with J. Forgach re employee benefits meeting and bonus matter (.20); confer with J. Mc Farland re various retentions of professionals to assist on business issues (.30); confer with J. Monahan re assistance on same (.30)
3/12/09	1.20	Confer further with J. McFarland re Deloitt issues and retention for new sale matter (.20); review correspondence re same and prepare correspondence to J. Monahan re issues on same (.40); confer with J. Monahan re expert application and related issues (several conversations)(.40); confer with L. Duff re environmental issues (.20)
3/18/09	.60	Confer with V. Finkelstein re Acton settlement matter and approval re same (.30); confer with M. Lewinstein re preparation of LTIP and Festa applications (.30)
3/19/09	2.90	Review revised LTIP motion and correspondence re same (.30); review revised Deloitte motion (.30); confer with J. Mc Farland re same (.30); prepare correspondence re same (.20);review draft Festa employment agreement motion (.50); confer with M. Lewenstein and J. Forgach re same (.30); review Blackstone comments to LTIP and Festa motions (.30); numerous conferences with J. McFarland re Deloitte issues and confer with C. Finke re same (.70)
3/20/09	4.00	Review revised drafts of LTIP and Festa agreement (.60); confer with J. Posner re same (.20); confer with M. Lewinstein re same (.40); review Deloitte motion as revised for new terms (.60); prepare correspondence re same (.30); confer with J. McFarland re Deloitte matter (.30); confer with J. McFarland re CNI and ART issues (.30);Review draft affidavits for Bubnovich and McGowan re LTIP and Festa motions and confer re same (1.30)
3/22/09	.60	Review revised McGowan affidavits for LTIP and Festa retention motions (.60)
3/23/09	2.20	Confer with M. Lewinstein re LTIP and Festa motions and affidavits (.30); review revised documents re same (1.50); further confer re same and coordinate finalizing same for filing (.40)
3/25/09	1.10	Confer with C. Finke re legal entity issues (.20); confer with T. Freedman re same and related issue on interest issue (.30); confer with T. Christopher and T. Freedman re C. Finke charter issues

		and other potential corporate issues raised by certain plan objectors (.30); prepare correspondence re same (.30)
3/26/09	.20	Confer with K. Pasquale and A. Krieger re financial information issues (.20)
3/30/09	.30	Confer with J. McFarland re potential Seale representation (.20); review correspondence re Seale retention (.10)
Total Hours	14.20	

Matter 4 Date	Case Administration Hours	Description
3/03/09	.70	Participate in weekly company reorganization call to discuss status (.30); review and respond to numerous creditor inquiries (.40);
3/04/09	.40	Review and respond to correspondence re case and disclosure statement issues (.40)
3/06/09	.70	Review and respond to numerous inquiries on case status issues (.70)
3/10/09	1.80	Participate in weekly company reorganization call (.40); review and respond to numerous client and creditor inquiries (.80); review and attend to newly filed pleadings and follow up re same (.60)
3/25/09	.70	Review recently entered orders and prepare correspondence re same (.30); review newly filed pleadings and attend to same (.40)
3/31/09	.80	Participate in weekly company reorganization call (.50); review newly filed pleadings and attend to same (.30)
Total Hours	5.10	

Matter 5	Claim Analysis Objection & Resolution (Asbestos)	
Date	Hours	Description
3/10/09	.80	Review draft ZAI class order (.20); follow up re Speights ZAI claims issues (.20); confer re Speights post trial up ZAI claims and related issues (.40)
3/12/09	1.10	Confer re Anderson claim issues (.30); review draft re same (.40); review memo re Canadian settlement and confirmation issues (.40)
3/13/09	2.00	Participate in call with R. Finke, T. Freedman, and L. Esayian re PD objections (.70); review correspondence re Speights objection (.30); confer with M. Dierkes and review final draft re same (.40); review Mission Towers (Speights) 3 rd Circuit Opinion (.20); review correspondence for Travelers re Solow bond (.20); review confidentiality agreement for PD/FCR (.20)
3/16/09	1.90	Review PD discovery (.40); confer re same with J. Kozak and T. Freedman (.30); review draft confidential agreement for PD FCR and prepare transmittal re same (.40); review report requested from PD FCR (.30); prepare correspondence re same and confer with E. Liebenstein re same (.50)
3/17/09	1.50	Review Anderson objection to ZAI class settlement (.30); review correspondence re class action (.20); prepare correspondence re St. Paul letter re claim (.30); prepare correspondence re Canadian settlement order issues (.30); review old expert materials re PD expert reports and confer re same (.40)
3/18/09	1.50	Confer with T. Freedman re response on Speights objection and related Anderson Memorial issues (.30); confer with T. Freedman and D. Boll re response to Anderson class objection (.40); confer with R. Finke re One Beacon, CNA and Solow issues and letters (.30); confer with counsel for Speights re Finke deposition (.20); prepare correspondence re same (.30)
3/24/09	1.00	Review draft reply re Anderson Memorial (.30); review further revised draft re same (.30); confer re same (.20); review correspondence re status re discovery and related issues (.20);
3/25/09	2.90	Review Anderson and PD committee discovery responses and draft responses to Anderson discovery (1.0); participate in call with L. Esayian, S. Blatnick T. Freedman and R. Finke re same (1.90)
Total hours	12.70	

Matter 6	Claim Analysis Objection & Resolution (Non-Asbestos)	
Date	Hours	Description
3/10/09	.80	Review draft motion re approval of Multi Site Agreement stipulation (.30); prepare correspondence re comment re same (.30); confer re CNA/AZKO Nobel settlement (.20)
3/11/09	.40	Confer re potential debt transaction and timing re same (.20); review negative notice on Multisite Claims and respond to correspondence re same (.20)
3/13/09	.20	Review correspondence re Munoz claim (.20)
3/16/09	.80	Prepare correspondence re employee claims meeting (.30); coordinate same (.20); confer with D. Boll re same (.30)
3/17/09	.50	Review correspondence from V. Finkelstein re Acton Betterment matter (.20); prepare letter re Jakarta patent work (.30)
3/18/09	1.50	Confer with J. Forgach, F. Zaremby and D. Boll re employee claims analysis (1.50)
3/25/09	.70	Confer with C. Greco and Remedium re Madison Complex matters and conference with claimant (.40); confer re Munoz claim and prepare correspondence re same (.30)
3/26/09	1.50	Review C. Greco memo on outstanding claim issues (.30); confer with C. Greco re all outstanding claim issues (.90); prepare correspondence re same and respond to P. Somers re same (.30);
3/27/09	1.20	Review GUC schedule re class 9 claims (.30); confer with C. Greco re same (.30); prepare correspondence to K. Pasquale re same (.40); review further correspondence re same (.20)
Total hours	7.60	
Matter 10	Employment Applications, Others	
Date	Hours	Description
3/13/09	.80	Review Seale & Associates letter re retention and draft agreement re same (.40); review draft Deloitte

		application re foreign units (.40)
3/16/09	1.00	Confer with J. Monahan re various new professional application and Sanders confidentiality agreement (several conferences) (.60); confer with J. McFarland re Seale retention and Deloitte agreement (.40);
3/17/09	.50	Review draft revised Seale retention application and prepare transmittal re same (.30); confer re Deloitte retention issues (.20)
3/18/09	.90	Review draft Deloitte application and revised Seale application (.30); confer with J. Monahan re same (.30); confer with J. McFarland re Deloitte retention issues (.30)
3/23/09	1.30	Confer with J. McFarland and Deloitte counsel re retention (.40); confer with J. Monahan re Seale & Deloitte (.30) further confer with J. McFarland and E. Filon re same (.30); review and respond to correspondence re same (.30)
3/27/09	.20	Confer with R. Finke re retention of counsel re new post petition action (.20)
Total hours	4.70	

Matter 11	Fee Applications, Applicant	
Date	Hours	Description
3/26/09	1.50	Review and revise February fee application (1.0); prepare pleading re same (.50)
3/27/09	1.00	Complete preparation of February fee application (1.00)
Total hours	2.50	
Matter 14	Hearings	
Date	Hours	Description
3/17/09	.30	Review 4/1/09 hearing agenda and prepare revision to same (.30)
3/27/09	.30	Confer with W. Sparks re 4/1 hearing issues (.30)
3/31/09	.60	Review and assemble materials for 4/1 Omnibus hearing (.60)
Total hours	1.20	
Matter 15	Litigation and Litigation Consulting	
Date	Hours	Description
3/03/09	3.30	Review and respond to correspondence re discovery issues and document requests re certain historical matters (.40); review discovery and confirmation charts re call with T. Freedman and A. Running (.30); participate in call with T. Freedman , D. A. Boll and A. Running re discovery issues and timing (1.60); prepare correspondence re discovery schedule call (.30); prepare correspondence re GUC discovery issues (.30); review Speights comments on discovery order and prepare follow up correspondence re same (.40)
3/04/09	1.60	Review correspondence re discovery issues and draft re same (.40); confer with J. Monahan re same (.50); confer re Kaneb discovery and prepare correspondence re same (.40); review and respond to correspondence re A. Rich discovery request (.30)
3/06/09	1.60	Confer with ACC/FCR, T. Freedman , A. Running and B.

Stansbury re witnesses and experts for confirmation hearing (1.0); review correspondence re final discovery issues and follow up re same (.60)

3/08/09	1.90	Prepare correspondence re conferences on Employee claims and Kaneb calls (.40); review correspondence re new litigation claim matter and respond re same (.20); review revised protective order re insurance agreements and related matters and prepare correspondence re same (.60); review discovery chart and follow up issues (.30); review Canadian report and prepare comments re same (.40)
3/09/09	1.00	Confer with D. Boll re discovery issues and responses on various requests (1.0)
3/10/09	3.10	Review new Kaneb lift stay motion (.30); prepare correspondence re same (.30); confer with S. Pierce re discovery issues and lift stay (.30); confer with T. Freedman re lift stay (.20); review correspondence re insurance agreements and protective order and follow up re same (.40); review correspondence re discovery, protective order and related issues (.30); review Royal follow up letter re discovery (.30); review Kaneb lift stay, responses and discovery related matters (1.0)
3/11/09	6.10	Review Kaneb/One Beacon discovery in preparation for call re Kaneb Lift Stay and related issues (.80); review correspondence and other discovery requests and responses re Kaneb (.40); participate in conference with T. Freedman and J. Posner re Kaneb lift stay and related issues (.60); confer with T. Freedman re further discovery issues (.20); review ACC's draft witness list (.20); prepare draft witness list and correspondence re same (.70); review and respond to correspondence re same (.20); prepare correspondence re One Beacon/Kaneb discovery and review documents re same (.70); review Royal discovery letter and prepare correspondence re same (.40); review further correspondence re other Royal issues and respond re same (.30); confer re additional discovery issues with D. Boll (.70); review correspondence re BNSF/Libby appeal

and respond re same (.30); confer with C. Landau re same (.20); review Byington discovery (.40)

3/12/09	6.00	<p>Review draft protective order and Kaneb correspondence re discovery issues (.60); complete review of Royal letter on discovery (.30); review and respond to discovery related correspondence including issues re Longacre discovery (.30); confer with D. Boll re Kaneb discovery issues and protective order issues (.50); prepare correspondence re Kaneb protective order issues (.60); confer with D. Boll re Byington discovery (.80); confer with T. Freedman and D. Boll re Royal discovery issues and letter (.30); confer with Grace Bankruptcy team and J. Posner re One Beacon /Kaneb discovery issues (.80); review CNA discovery re Kaneb (.10); prepare formal witness list discovery pleading (1.0); confer with K. Mangan re 3rd circuit appeal on Montana and related issues (.30); prepare correspondence re witness list and other discovery issues (.40)</p>
3/13/09	4.60	<p>Review correspondence and draft response re BNSF District Court appeal issues (.30); prepare correspondence re NJDEP appeal and opinion (.20); review of same (.40); participate in conference with Royal's counsel re discovery disputes (2.0); confer with client and prepare correspondence re BNSF appeal issues (.30); confer with D. Boll and T. Freedman re further Royal issues (.20); review and respond to correspondence re numerous discovery issues and confer re same (.70) review revised ERISA settlement (.50)</p>
3/16/09	4.50	<p>Prepare correspondence re ERISA settlement (.30); confer with T. Schiavoni re discovery on exculpation (.50); review and respond to correspondence re discovery issues (.80); review preliminary witness lists and confer re summary re same (.50); confer with T. Schiavoni re BNSF matters (.40); prepare correspondence re meeting on confirmation discovery and follow up re same (.30); confer with B.</p>

Stansbury on Whitehouse discovery, deposition, confidentiality agreement and related issues (.70); confer with D. Glosband and S. Pierce re Kaneb discovery and settlement agreement (.40); review and organize confirmation discovery and expert reports (.60)

3/17/09

7.20

Review discovery charts, draft Montana responses and draft BNSF responses (1.80); review correspondence re ERISA settlement (.30); review and organize additional expert reports received (.40); participate in team call re discovery status (1.0); prepare correspondence re Montana and BNSF discovery responses (.30); confer with T. Schiavoni re Whitehouse depositions and related issues (.40) prepare correspondence re same (.30) review correspondence re discovery issue and respond re same (.30); confer with T. Freedman re Kaneb and Longacre issues (.30); review draft Kaneb objection re Macon Ga. (.30); confer with RW Evans re revising response re Kaneb/Macon lifts stay and drafts re Posner affidavit (.30); confer with C. Landau re Montana 3rd Circuit appeal and NJDEP District Court Opinion (.30); review Royal's draft Protective Order re Libby expert reports (.30); prepare correspondence re same (.40); confer with K. Pasquale re GUC discovery (.30); review same (.20)

3/18/09

3.00

Confer with T. Freedman re One Beacon letter, CNA correspondence and related issues on Kaneb matters (.40); prepare correspondence re same (.30); confer with T. Freedman re CNA issues (.30); prepare comments re BNSF discovery (.30); prepare comments re Montana discovery (.20); confer with S. Pierce re Kaneb issues, insurance agreements and related issues (.30); prepare correspondence re CNA/ Kaneb issues (.30); confer with J. Monahan re discovery issue on Montana (.30); confer with R. Finke re Seaton and CNA correspondence re Kaneb (.30); review various correspondence re draft discovery responses (.30)

3/19/09	1.30	Review correspondence re discovery issues and drafts (.40); prepare correspondence to A. Rich re requested 1995 document (.30); prepare follow up correspondence on expert reports and other discovery issues (.30); review correspondence re same (.30)
3/20/09	1.10	Review correspondence re discovery issues and respond to same (.70); review various draft discovery responses (.40)
3/22/09	5.40	Review all draft discovery from ACC, FCR and debtors due to be filed 3/24 (2.50); review previous Libby responses re issues on new responses (.30); prepare correspondence to all parties re issues on ACC discovery drafts (.80); prepare correspondence to all parties re Montana and Thom/Orr draft responses (.70); prepare comments on all re draft CNA, Libby, MCC and Byington responses (.70); prepare follow up recap re same (.40)
3/23/09	7.30	Prepare comments on Kaneb protective agreement (.30); review correspondence re Royal/ Libby protective order issues (.40); confer with T. Freedman re discovery issues and status (.30); confer with R. Wilkins re revisions to all discovery responses (numerous conversations) (.80); review revised Shea /Thom response (.40); review revised Montana response (.40); confer with E. Leibenstein re Montana and Shea/Thom drafts and revisions to same (.70); prepare further comments to same (.50); review draft discovery from ACC and revise same for debtors responses (2.50); confer with R. Wilkins re same (.30); review revised CNA , MCC, Byington and Libby discovery requests and further revise same (.40); confer with R. Wilkins re same (.30)

3/24/09	9.10	<p>Review Kaneb confidentiality agreement (.20); review BNSF responses on discovery (.40); chart discovery responses and prepare correspondence re same (.80); confer with B. Stansbury re protective order and discovery responses (.40); review same (.40); confer with B. Stansbury, K Orr and E. Leibenstein re interrogatory issues and responses (1.20); review Caron, White, Darey, Benefield, Montana and Shea & Thom responses with E. Leibenstein (several conferences); (1.30); confer with R. Wilkins re revision to same (1.20); revise Shea /Thom responses (1.50); confer with B. Stansbury, K Orr and E. Leibenstein re same (.30); review revised Byington response and revisions to same (.30); review all final discovery responses due and prepare final comments to same (.80); confer with R. Finke re review of same and executing verifications of same (.30)</p>
3/25/09	2.80	<p>Confer with J. Monahan re State of Montana pleading re Libby litigation (.20); review and respond to numerous inquire and comments re discovery related issues (.70); confer with R. Wilkins re responses to One Beacon/CNA, GUC and Longacre discovery (.50); review further materials re same and prepare correspondence re same (.40); review filed discovery and prepare correspondence to various relevant parties re same (.40); review Kaneb correspondence and follow up re same (.30); review legal memo on interest rate issue and correspondence re same (.30)</p>
3/26/09	4.60	<p>Review Kaneb reply briefs (.40); review correspondence re Otis Pipeline PRP matter (.30); follow up correspondence re Kaneb (.40); re CNA correspondence re Kaneb and EPA (.50); confer with T. Freedman re Kaneb/EPA issues (.30); confer with Grace representatives re EPA/Kaneb issues(.60); confer with R. Wilkins re responses to One Beacon, Kaneb and Longacre discovery (.90); confer with S. Pierce re status and potential agreement on issues (.40); confer with C. Greco re GUC discovery (.20); review claims information requested by GUC's and confer with C. Greco</p>

re same (.30); review correspondence re PD discovery issues and respond re same (.30)

3/27/09	3.40	Confer with T. Freedman re Libby discovery issues (.30); review correspondence re same (.30); confer with G. Skidmore re NJDEP appeal issues (.30); confer with T. Freedman re Kaneb issues and Longacre discovery issues (.40); confer with E. Yu re Kaneb matter (.30); confer with R. Finke re same (.30); review and respond to correspondence re Speights discovery (.40); confer with E. Yu re Kaneb and prepare correspondence re same (.40); review One Beacon letter re coverage /TDP/Plan issues (.30); review and respond to various discovery correspondence (.40)
3/28/09	5.40	Prepare correspondence re requested discovery (.30) review Kaneb reply briefs and review and organize exhibits to all Kaneb pleadings (.80); review Kaneb briefs and insurance settlement agreements and prepare argument re lift stay motions (4.30)
3/30/09	5.20	Review and revise draft One Beacon RFA responses (2.50); confer re same (.20); review and revise draft One Beacon RFP's (.50); confer re same (.20); prepare correspondence re same (.20); prepare correspondence re discussions with E. Yu (DOJ) re discovery (.30); confer with R. Wilkins re Longacre discovery responses (.60); confer with C. Greco re same and GUC responses (.20); prepare correspondence re same (.30); confer with T. Freedman re Kaneb related discovery responses (.20);

3/31/096	3.00	Review L. Esayan correspondence re One Beacon discovery responses (.20); revise same (.40); confer with counsel for Kaneb re potential agreement (.30); review revised One Beacon discovery responses and confer re further revision (1.0); review final One Beacon responses and confer with R. Wilkins re final comments (.50); confer with E. Yu re status re Kaneb (.20); confer with R. Finke re discovery follow-up questions (.20); review correspondence re Kaneb discovery (.20)
Total hours	92.50	

Matter 16	Plan and Disclosure Statement	
3/3/09	.70	Confer with plan team re solicitation issues and coordination (.70)
3/06/09	.70	Confer with T. Freedman re confirmation hearing issues (.30); review and follow up re additional disclosure statement changes and issues (.40)
3/08/09	2.00	Confer with T. Freedman, D. Boll and C. Greco and prepare for disclosure statement hearing (2.0)
3/09/09	4.00	Prepare for and attend Disclosure Statement hearing (4.0)
3/10/09	1.30	Participate in team call re confirmation standards and preliminary witness list (1.3)
3/11/09	1.40	Confer with W. Sparks re posting of final documents and investor relations issues (.20); confer with counsel for Forest Service re stipulation re class treatment of claims (.30); confer with counsel for Travelers re plan and surety bond issues (.30); review correspondence and analysis re class 9 claims and respond to same(.30); review PD correspondence re CMO and respond re same (.30)
3/12/09	.70	Confer with D. Tay re Canadian issues on plan, Canadian settlement and testimony (.30); review and respond to correspondence re solicitation issues (.40)
3/13/09	1.80	Review correspondence re witness list (.20); revise same (.20); prepare correspondence re filing and service of same (.30); confer with Equity committee re same (.20); confer with T. Maynes re tax interest issues and other related plan tax issues (.40); review numerous parties' witness lists (.50)
3/16/09	.40	Confer with D. Boll re Disclosure Statement issues (several conferences) (.40)
3/17/09	1.10	Review correspondence re solicitation issues and confer re same (.30); confer with M. Hurford re issues on Trust claims and related issues (.30); confer with T. Freedman re Scotts/Seaton issue and Scott's expert report (.30); confer with T. Freedman and D. Boll re confirmation issue (.20)

3/18/09	2.60	Prepare correspondence re Canadian timing issues (.30); confer with T. Freedman and D. Boll re impairment issues and related confirmation issues (.30); confer with W. Sparks re final documents for website (.20); confer with Grace attorneys re confirmation and feasibility issues (1.50); prepare correspondence re confirmation schedule and hearing dates and respond re same (.30)
3/19/09	1.00	Confer with E. Leibenstein re case status, expert issues and confirmation issues (.40); confer with D. Boll re 524(g) issues for discovery (.30); review and confer re solicitation correspondence (.30)
3/20/09	.60	Confer with T. Freedman and R. Finke re confirmation discovery and coordination of confirmation preparation (.40); review correspondence re same (.20)
3/23/09	.50	Confer with T. Freedman re coordination strategy meetings and agenda (.30); confer with D. Boll re publication and ballots (.20)
3/26/09	.70	Review draft agenda/issues list re confirmation coordination meeting (.30); confer with C. Greco re same (.40)
3/27/09	.40	Review correspondence re various solicitation question and respond re same (.40)
3/30/09	2.30	Review One Beacon letter re insurance provisions in plan and objections re same (.30); confer with T. Freedman and B. Harding re case status , strategy and organization of case for discovery and litigation (1.80); confer with D. Boll and J. Monahan re logging and responding to creditor inquiries on plan (.20)
3/31/09	2.10	Confer with co-plan proponents re confirmation issues, phases, witnesses, discovery and related issues (1.20); follow up with Ted Freedman re same (.20); prepare correspondence re same (.20); prepare for plan team meeting (.50);
Total hours	24.30	

Matter 17**Relief from Stay Proceedings**

Date	Hours	Description
3/19/09	5.10	Review materials to prepare responses on Kaneb/Macon lift stay (.50); review Pierce correspondence re protective

		order and related lift stay discovery issues (.20); prepare - correspondence re same(.20); prepare correspondence re One Beacon issues re same (.20); prepare correspondence re CNA issues re same (.30); confer with B. Stansbury re Whitehouse deposition report (.30);revise Kaneb/Macon lift stay response (3.0); review and respond to correspondence re Kaneb discovery issues (.40)
3/20/09	.80	Review comments re Kaneb responses re lift stay (.30); prepare final response revision and transmittal re filing same (.50)
3/30/09	2.10	Review notes re Kaneb Lift Stay motions and prepare outline re same (.80); confer re assembly of case law re same (.30); review correspondence re case law (.20);review correspondence re confidentiality issues and respond re same (.30); confer with S. Pierce re same (.30); confer re hearing issues and order of presentation (.20)
3/31/09	3.30	Review Unigard and CNA policies in preparation for Kaneb lift stay hearing (.80); review pleadings, documents and case law re same (2.50)
Total hours	11.30	

Matter 20 Date	Travel-Non working Hours	Description
3/08/09	1.80	Travel to Pittsburgh for disclosure statement hearing (billed at half time) (1.80)
3/09/09	2.30	Travel from Pittsburgh back to Chicago after disclosure statement hearing(billed at half time)(2.30)
3/31/09	2.00	Travel to Delaware for 4/1 Omnibus hearing (billed at half time) (2.10)
Total hours	6.10	

EXHIBIT B

Expense Summary

Service Description	Amount
Lodging	\$501.56
Airfare	\$1061.80
Transportation to/from airport	\$211.75
Travel Meals	\$54.47
Long Distance/Conference Telephone Charges	\$497.82
Local Transportation/Parking	\$22.00
Express Mail Charges	\$71.48
Printing/Copying Charges	\$15.28
Total	\$2436.16

Itemized Expenses
Travel

Date	Amount	Itemized Expense
3/08/09	\$ 38.00	303 Taxi – Transportation to Airport - Wilmette Illinois to ORD, re 3/09/09 Hearing
3/08/09	\$ 4.74	Travel Meal, ORD, re 3/09/09 Hearing, Breakfast
3/08/09	\$355.60	America Air Lines - Airfare to Pittsburgh re 3/09/09 Hearing
3/09/09	\$249.66	Westin Hotels -Pittsburgh – Hotel one night, re 3/09/09 Hearing
3/09/09	\$4.15	Travel Meal, Pittsburgh re 3/09/09 Hearing, Breakfast
3/09/09	\$208.00	United Air Lines – Airfare to Chicago re 3/09/09 Hearing
3/09/09	\$43.00	303 Taxi – Transportation from Airport -ORD to Wilmette, re 3/09/09 Hearing
3/31/09	\$5.00	Yellow Taxi – Local Transportation Chicago with documents for 4/01/09 Hearing
3/31/09	\$2.25	Metra Chicago, Travel to ORD for 4/01/09 Hearing
3/31/09	\$5.98	Travel Meal, ORD re 4/01/09 Hearing, Lunch
3/31/09	\$498.20	United Air Lines – Airfare to/from Philadelphia re 4/01/09 Hearing
3/31/09	\$123.50	Boston Coach – Transportation from Philadelphia to Wilmington re 4/01/09 Hearing
3/31/09	\$251.90	Hotel DuPont – Wilmington-Hotel one night re 4/01/09 Hearing
3/31/09	\$39.60	Travel Meal-Hotel DuPont, re 4/01/09 Hearing, Dinner
Total	\$1829.58	

Non-Travel

Date	Amount	Itemized Expense
3/07/09	\$133.21	Long Distance Telephone – T-Mobil- Conference call charges (Mexico)
3/08/09	\$364.61	Long Distance Telephone – T-Mobil- Conference call charges (Mexico)
3/13/09	\$ 9.00	Citi Service Taxi – Chicago -Transportation re conference
3/17/09	\$43.82	Federal Express – to B.Stansbury, Spokane, WA. – expert materials
3/18/09	\$27.66	Federal Express- U.S. Bankruptcy Court, Wilmington, DE
3/27/09	\$13.00	Interpark – Overtime parking
3/28/09	\$15.28	Kinkos – Oversized copies
Total	\$606.58	